

LD 700000 19836

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

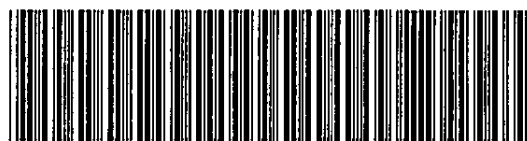
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900084980669

01/22/07--01055--011 **155.00

FILED
07 JAN 22 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

msf

207-44102



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 25, 2007

FRANK R. BRADY, ESQ.
370 W. CAMINO GARDENS BLVD., SUITE 200C
BOCA RATON, FL 33432

SUBJECT: ADVANCED MEDICAL HAIR CENTER, LLC
Ref. Number: W07000004062

We have received your document for ADVANCED MEDICAL HAIR CENTER, LLC. However, the document has not been filed and is being returned for the following:

The registered agent designated must be an active Florida entity or a foreign entity authorized to transact business in Florida. Please correct the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6065.

MARIA L FENDER
OFFICE CLERK

Letter Number: 207A00005933

Brady & Brady, P.A.

Attorneys at Law

370 W. Camino Gardens Blvd., Suite 200C
Boca Raton, FL 33432

Frank R. Brady*
Jeanne C. Brady

*Also Admitted to New Jersey Bar

Phone: (561) 338-9256
Fax: (561) 338-5824

January 19, 2007

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

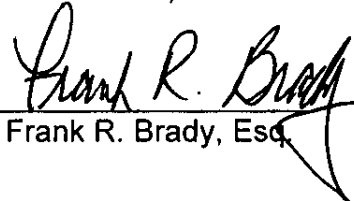
Re: Formation of Advanced Medical Hair Centers, LLC

Gentlemen,

Enclosed are the original articles of formation of Advanced Medical Hair Centers, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee and certified copy fee. Please file the original articles and return a certified copy to me at your earliest convenience.

Thank you for your attention to this request.

Very truly yours,
BRADY & BRADY, P.A.

By: 
Frank R. Brady, Esq.

FRB/nb
encl.

ARTICLES OF ORGANIZATION
OF
ADVANCED MEDICAL HAIR CENTERS, LLC

The undersigned, for the purpose of forming a limited liability company under chapter 608, Florida Statutes (entitled the "Florida Limited Liability Company Act"), hereby adopt the following Articles of Organization:

ARTICLE ONE - Name

The name of this limited liability company is ADVANCED MEDICAL HAIR CENTERS, LLC.

ARTICLE TWO - Term

The term of existence of the Company shall be perpetual until dissolved and its affairs wound up in accordance with the Act or this Operating Agreement.

ARTICLE THREE - Managing Member name and address

The name and address of the managing member of this Company is MedicoLaser Skin & Hair, LLC ("MedicoLaser"), 2633 E. Commercial Blvd., Fort Lauderdale, FL 33308. MedicoLaser is a Florida professional corporation through which the services of physicians and surgeons are rendered and whose sole shareholder is licensed by the Florida Board of Medicine. The names, addresses and percentage of ownership of the Company and its membership interests are contained in the certificate registration and transfer records of the Company, and the initial operating agreement adopted by the Members, located at the principal office of the Company.

ARTICLE FOUR - Registered Agent, Address & Signature

The mailing address of the principal office of this limited liability company is 2633 E. Commercial Blvd., Fort Lauderdale, FL 33308. The street address of the initial registered office and the name of the initial Registered Agent for this limited liability company to accept service of process within the State of Florida is MedicoLaser Skin & Hair, LLC, 2633 E. Commercial Blvd., Fort Lauderdale, FL 33308

Having been named as Registered Agent of ADVANCED MEDICAL HAIR CENTERS, LLC to accept Service of Process for ADVANCED MEDICAL HAIR CENTERS, LLC, I hereby accept appointment as registered agent and agree to keep my office at 2633 E. Commercial Blvd., Fort Lauderdale, FL 33308 open during the hours

07 MAY 22 PM 4:21
FILED
CLERK OF DISTRICT COURT
STATE OF FLORIDA
prescribed by §48.081, Florida Statutes; to post my name (and any other officers of said limited liability company authorized to accept service or process at the Florida designated address) in some conspicuous place in said office and to otherwise comply with the provisions of Florida law relating to the proper and complete performance of my duties as registered agent. I am familiar with and accept the obligations of my position as registered agent as required by Florida law.

MedicoLaser Skin+Hair, LLC

By: 

Authorized officer, as registered agent

ARTICLE FIVE - Purposes

This limited liability company is organized as a Professional Limited Liability Company authorized to engage in the marketing and provision of professional services of physicians and surgeons and electrologists, and may transact any and all lawful business for which professional limited liability companies formed under chapter 608, Florida Statutes may engage in and any trade or business which can, in the opinion of the members of the company, be advantageously carried on in connection with or auxiliary to the foregoing business. This limited liability company shall also be authorized to engage in such other business activities as may be necessary or permissible for its operation.

ARTICLE SIX - Management

Subject to the provisions of the Company's operating agreement, the business and affairs of the Company shall be managed or controlled, the powers of this Company shall be exercised, its properties controlled and its affairs shall be conducted, by the Manager with the Members having such rights of oversight and control over the management of the Company as prescribed by the Operating Agreement. The Company's operating agreement may provide for such increase or change, from time to time, in number of members as is authorized to manage or control the properties, business or affairs of the Company or the number or whether the properties, business or affairs of the Company may be managed or controlled by a manager.

The Members and the Company agree that the duties and obligations imposed on the Members, and the rights of the Members as such, shall be those set forth in the Operating Agreement, which is intended to govern the relationship between the Company and the Members, notwithstanding any provision of the Act or common law to the contrary.

ARTICLE SEVEN - Inspection of books or records

Nothing in these Articles of Organization shall be taken to limit the power of this limited liability company. Notwithstanding anything in Chapter 608, Florida Statutes to the contrary, the right to inspect or copy any records of this limited liability company (including the records described or specified in sections the Limited Liability Company Act) is governed by the Operating Agreement.

ARTICLE EIGHT - Ownership, Sale or Encumbrance of Certificates

Pursuant to section 621.13, Florida Statutes, the membership interests of this Company shall be issued to, owned by and registered in the name only of persons duly licensed or otherwise legally authorized by the Florida Board of Medicine to provide the professional services of physicians and surgeons, doctors of medicine, doctors of osteopathic medicine or electrologists in the State of Florida. In the event that any person in whose name any certificates representing membership interests of this Company is lawfully registered (a) becomes legally disqualified to practice medicine in the State of Florida, (b) is elected to a public office or accepts employment that places any restriction or limitation upon his or her ability to render professional services as a physician, surgeon, doctors of medicine, electrologist or doctors of osteopathic medicine, (c) sells, pledges, transfers, hypothecates or alienates his or her shares, or attempts to sell, pledge, transfer, hypothecate or alienate his or her shares, without the prior written consent of the requisite percentage of owners of the Company's membership interests, then the membership of such person shall be forfeited and the person in whose name the forfeited shares or certificates are registered shall have no further rights as a member, including the forfeiture of any and all rights referred to in §§ 607.1401 through 607.1404 and 608.4101, Florida Statutes.

In the event that any person in whose name any certificates representing ownership interests in this limited liability company sells, pledges, transfers, hypothecates or alienates his or her shares, or attempts to sell, pledge, transfer, hypothecate or alienate his or her shares, without the prior written consent of the registered owners of all issued and outstanding membership certificates representing ownership of this limited liability company, then the certificates representing ownership interests in this limited liability company registered to such person shall be forfeited and the person in whose name the forfeited shares are registered shall have no further rights as a member, including the forfeiture of any and all rights referred to under §§ 608.4101 and otherwise in chapter 608, Florida Statutes. In the event that any otherwise authorized, issued and outstanding certificates representing ownership interests in this limited liability company are the subject of any involuntary transfer, assignment, forced sale, hypothecation, pledge or other alienation, whether by execution, attachment, court order or other legal process under Florida law, then the certificates representing ownership interests in this limited liability company that are the subject of such involuntary transfer shall be forfeited and the person or entity seeking to attach, execute upon or otherwise force the involuntary transfer, assignment, hypothecation, pledge or other forced or involuntary alienation of such shares shall not have any rights of

attach, execute upon or otherwise force the involuntary transfer, assignment, hypothecation, pledge or other forced or involuntary alienation of such shares shall not have any rights of a member or certificate holder under either the operating agreement, these articles of formation, the bylaws of the Company or chapter 608, Florida Statutes.

The certificates representing ownership interests in this limited liability company shall not be sold, transferred, assigned, pledged or encumbered, and no voluntary or involuntary transfer, assignment, pledge, encumbrance, attachment, hypothecation or other alienation of any kind or description, whether voluntary or by legal process or court order, shall be valid or binding without the prior written consent of the owners of all issued and outstanding membership certificates representing ownership of the Company immediately prior to any such alienation on the registration and transfer records maintained by this limited liability company in accordance with this limited liability company's operating agreement. If any voluntary or involuntary transfer, assignment, pledge, encumbrance, hypothecation, execution, attachment, garnishment, legal or judicial process or other alienation of any certificates representing ownership of this limited liability company's capital takes place or is attempted without the express consent of the aforesaid owners of all issued and outstanding membership certificates representing ownership of the Company, whether by means of judicial process or self help, the attempted sale, transfer, assignment, pledge, encumbrance, hypothecation, execution, attachment, garnishment, judicial process or other alienation of this limited liability company's capital shall be null and void, except that any of the registered owners of the Company's certificates representing ownership interests in this limited liability company may transfer or assign their ownership interests to a "grantor trust" as defined by the Internal Revenue Code of 1986, as amended. Other restrictions on the ownership, sale, encumbrance and alienation of the certificates representing ownership in the Company are contained in the operating agreement on file with the managers of the Company.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this ____ day of November, 2006, and in accordance with section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes the affirmation of the undersigned under penalties of perjury that the facts stated herein are true.

Managing Member:
MedicoLaser *Skin & Hair, LLC*

By: 
Authorized officer